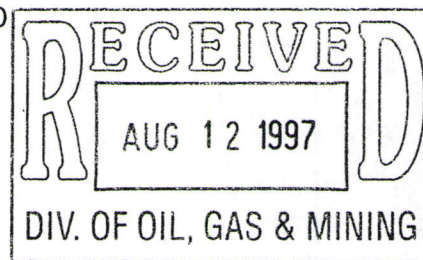


File-Number M/015/050

Effective Date Aug 28, 1997

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION of OIL, GAS and MINING
1594 West North Temple Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801
(801) 538-5291
Fax: (801) 359-3940



RECLAMATION CONTRACT

---ooOoo---

For the purpose of this RECLAMATION CONTRACT the terms below are defined as follows:

"NOTICE OF INTENTION" (NOI): (File No.) M/015/050
(Mineral Mined) Gypsum

"MINE LOCATION":
(Name of Mine) San Rafael - Eagle Canyon Quarry
(Description) T22S, R8E, Secs 24 & 25
T22S, R9E, Secs 19 & 30
Emery County, Utah

"DISTURBED AREA":
(Disturbed Acres) 34.5
(Legal Description) (refer to Attachment "A")

"OPERATOR":
(Company or Name) Georgia Pacific Corporation
(Address) P.O. Box 30006
Las Vegas, NV 89036
(Phone) (702) 643-8100

"OPERATOR'S REGISTERED AGENT":

(Name)

Bob Shajary

(Address)

Georgia-Pacific Corp.

P.O. Box 30006

N. Las Vegas, NV 89036

(Phone)

702-643-8100

"OPERATOR'S OFFICER(S)":

David R. Fleiner-Vice President

Bob Shajary - Manufacturing Center
Manager

"SURETY":

(Form of Surety - Attachment B)

Surety Bond - \$73,000 DOGM & BLM

"SURETY COMPANY":

(Name, Policy or Acct. No.)

Aetna Casualty & Surety Co.

Bond # ~~1011000101~~

"SURETY AMOUNT":

(Escalated Dollars)

\$73,000

"ESCALATION YEAR":

2002

"STATE":

State of Utah

"DIVISION":

Division of Oil, Gas and Mining

"BOARD":

Board of Oil, Gas and Mining

ATTACHMENTS:

A "DISTURBED AREA":

B "SURETY":

This Reclamation Contract (hereinafter referred to as "Contract") is entered into between Georgia Pacific Corporation the "Operator" and the Utah State Board of Oil, Gas and Mining ("Board").

WHEREAS, Operator desires to conduct mining operations under Notice of Intention (NOI) File No. M/015/050 which has been approved by the Utah State Division of Oil, Gas and Mining "Division" under the Utah Mined Land Reclamation Act, Sections 40-8-1 et seq., Utah Code Annotated, (1953, as amended) (hereinafter referred to as "Act") and implementing rules; and

WHEREAS, Operator is obligated to reclaim that area described as the Disturbed Area as set forth and in accordance with Operator's approved Reclamation Plan, and Operator is obligated to provide surety in form and amount approved by the Board, to assure reclamation of the Disturbed Area.

with the Act and Implementing rules; the Notice of Intention, as amended and the Reclamation Plan, as amended. If the Division makes such certification, Operator may make request to the (Board) that the aggregate face amount of the Surety Contract provided pursuant to paragraph 2 be reduced to an amount necessary to provide for completion of the remaining reclamation. The (Board) shall hear Operator's request for such reduction in accordance with the Board's Procedural Rules concerning requests for Agency Action.

7. Operator agrees to indemnify and hold harmless the State, Board and the Division from any claim, demand, liability, cost, charge, suit, or obligation of whatsoever nature arising from the failure of Operator or Operator's agents and employees, or contractors to comply with this Contract.
8. Operator may, at any time, submit a request to the Board to substitute surety. The Board, in its sole judgment and discretion, may approve such substitution if the substitute surety meets the requirements of the Act and the implementing rules.
9. This Contract shall be governed and construed in accordance with the laws of the State of Utah.
10. If Operator shall default in the performance of its obligations hereunder, Operator agrees to pay all costs and expenses, including reasonable attorney's fees and costs incurred by the Division and/or the Board in the enforcement of this Contract.
11. Any breach that the Division finds to be material of the provisions of this Contract by Operator may, at the discretion of the Division, result in an order to cease mining operations. After opportunity for notice and hearing, the Board of Oil, Gas and Mining may enter an order to revoke the Notice of Intention, order reclamation, or order forfeiture of the Surety Contract, or take such other action as is authorized by law.
12. In the event of forfeiture of the Surety Contract, Operator shall be liable for any additional costs in excess of the surety amount which are required to comply with this Contract. Any excess monies resulting from forfeiture of the Surety Contract, upon completion of reclamation and compliance with this Contract, shall be returned to the rightful claimant.
13. This Contract including the Notice of Intention, as amended and the Reclamation Plan, as amended, represents the entire agreement of the

ATTACHMENT "A"

Georgia-Pacific Corporation
Operator

San Rafael - Eagle Canyon Quarry
Mine Name

M/015/050
Permit Number

Emery County, Utah

The legal description of lands to be disturbed is:

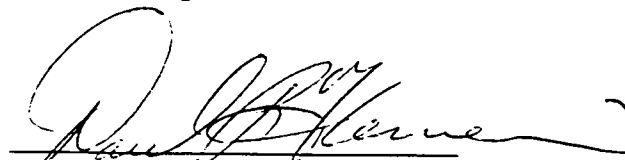
Approximately 34.5 acres located within:

SE/4, SE/4 Section 24, Township 22 South, Range 8 East
NE/4, SE/4, Section 24, Township 22 South, Range 8 East
NE/4, NE/4, Section 25, Township 22 South, Range 8 East
SW/4, SW/4, Section 19, Township 22 South, Range 9 East
NW/4, SW/4, Section 19, Township 22 South, Range 9 East
NW/4, NW/4, Section 30, Township 22 South, Range 9 East

SIGNATORY AUTHORIZATION

Pursuant to the requirements of the United States Environmental Protection Agency (USEPA) or the appropriate States, or local regulatory agencies, the Plant Managers of the following Georgia-Pacific plants are hereby authorized to sign all permit applications and compliance reports, and other environmental documents required or requested by the regulatory agencies.

To be signed by a "responsible official" or "duly authorized representative". As responsible official or duly authorized representative, the Plant Manager is expected to consult with the assigned corporate field environmental engineer in exercising this authorization.

A handwritten signature in dark ink, appearing to read "David R. Fleiner", is written over a horizontal line.

David R. Fleiner

Vice President - G-P Gypsum Corp.

27 September 1996
Date

Dear Customer:

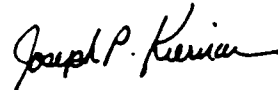
In April of 1996 the property casualty business of The Travelers Indemnity Company and The Aetna Casualty and Surety Company and their property casualty affiliates came together under the Travelers umbrella. Effective July 1, 1997, we are changing the name of various property casualty affiliates. This change, which affects your bond, is being made to strengthen the identification of these companies as members of Travelers Property Casualty.

Below the cut line is a rider to amend your bond. Please attach the rider to your bond and send a copy of this rider to the obligee(s) on the bond. This name change has no effect on the premium for your bond and does not change the coverage provided under your bond.

We are in the process of updating our systems to reflect the changes in company names. In the meantime, you may notice that the former company name will display on some bills and other documents. Until this process is completed, the chart below can be used to determine the new company name should any document display a name on the "Former Name" list.

If you have any questions, please contact your agent or insurance representative.

Sincerely,



**THIS ENDORSEMENT/RIDER CHANGES THE POLICY OR BOND.
PLEASE READ IT CAREFULLY.**

INSURER/SURETY AMENDMENT ENDORSEMENT/RIDER

The name of your Insurer or Surety is changed from the former name to the new name listed below:

<u>Former Name</u>	<u>New Name</u>
The Aetna Casualty and Surety Company	Travelers Casualty and Surety Company*
Aetna Casualty & Surety Company of America	Travelers Casualty and Surety Company of America*
Aetna Casualty & Surety Company of Illinois	Travelers Casualty and Surety Company of Illinois**

COMPANY ADDRESS:

*One Tower Square
Hartford, Connecticut 06183

**2500 Cabot Drive
Lisle, Illinois 60532

This name change endorsement/rider does not alter the coverage provided by this policy or bond and has no effect on the premium for this policy or bond. This name change is effective on the renewal date of your bond.

ATTACHMENT B

MR FORM 6
Joint Agency Bonding Form

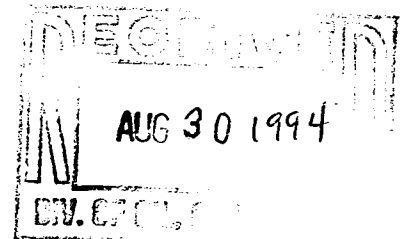
(April 8, 1993)

Bond Number _____
Permit Number M/015/050
Mine Name San Rafael - Eagle Cyn

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
Division of Oil, Gas and Mining
355 West North Temple
3 Triad Center, Suite 350
Salt Lake City, Utah 84180-1203
(801) 538-5340

THE MINED LAND RECLAMATION ACT

SURETY BOND



The undersigned Georgia-Pacific Corporation as Principal,
and The Aetna Casualty and Surety Company as Surety, hereby jointly and severally
bind ourselves, our heirs, administrators, executors, successors and assigns unto the State of
Utah, Division of Oil, Gas and Mining, and Bureau of Land Management
in the penal sum of --Fifty-Thousand and 00/100----- dollars (\$ 50,000.00-----).

Principal has estimated in the Mining and Reclamation Plan approved by the
Division of Oil, Gas and Mining on the 24th day of September, 1994, that 34
acres of land will be disturbed by this mining operation in the State of Utah.

A description of the disturbed land is attached as "Attachment A" to the
Reclamation Contract of which this document is an integral part.

The condition of this obligation is that if the Division determines that Principal has
satisfactorily reclaimed the disturbed lands in accordance with the approved Mining and
Reclamation Plan and has faithfully performed all requirements of the Mined Land Reclamation
Act, and complied with the Rules and Regulations adopted in accordance therewith, then this
obligation shall be void; otherwise it shall remain in full force and effect.

If the Mining and Reclamation Plan provides for periodic partial reclamation of the
disturbed lands, and if the lands are reclaimed in accordance with such Plan, Act and
regulations, then Principal may apply for a reduction in the amount of this Surety Bond.

IN WITNESS WHEREOF, TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA has caused this instrument to be signed by its Vice President, and its corporate seal to be hereto affixed this 1st day of July, 1997.

STATE OF CONNECTICUT

} SS. Hartford

COUNTY OF HARTFORD

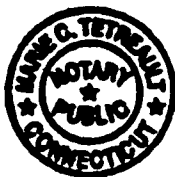


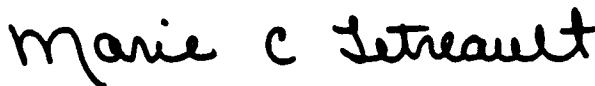
TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA

By 

George W. Thompson
Vice President

On this 1st day of July, 1997, before me personally came GEORGE W. THOMPSON to me known, who, being by me duly sworn, did depose and say: that he/she is Vice President of TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA, the corporation described in and which executed the above instrument; that he/she knows the seal of said corporation; that the seal affixed to the said instrument is such corporate seal; and that he/she executed the said instrument on behalf of the corporation by authority of his/her office under the Standing Resolutions thereof.





My commission expires June 30, 2001 Notary Public
Marie C. Tetreault

CERTIFICATE

I, the undersigned, Assistant Secretary of TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA, a stock corporation of the State of Connecticut, DO HEREBY CERTIFY that the foregoing and attached Power of Attorney and Certificate of Authority remains in full force and has not been revoked; and furthermore, that the Standing Resolutions of the Board of Directors, as set forth in the Certificate of Authority, are now in force.

Signed and Sealed at the Home Office of the Company, in the City of Hartford, State of Connecticut. Dated this

12th day of August, 1997.



By: 

Rose Gonsoulin
Assistant Secretary



State of Utah
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Michael O. Leavitt
Governor

Ted Stewart
Executive Director

James W. Carter
Division Director

1594 West North Temple, Suite 1210

Box 145801

Salt Lake City, Utah 84114-5801

801-538-5340

801-359-3940 (Fax)

801-538-7223 (TDD)

September 2, 1997

Russell Harms
Georgia Pacific Corporation
P.O. Box 30006
North Las Vegas, Nevada 89036

Re: Final Approval, Amended Large Mining Operation Notice of Intention, Georgia Pacific Corporation (GP), San Rafael/Eagle Canyon Quarry, M/015/050, Emery County, Utah

Dear Mr. Harms:

On August 27, 1997, the Board of Oil, Gas and Mining formally approved the form and amount of reclamation surety for GP's San Rafael/Eagle Canyon Quarry as amended. The current reclamation surety is a surety bond increased by rider to the amount of \$73,000. The surety bond (# ~~10~~ issued by Aetna Casualty and Surety jointly lists the Division and Bureau of Land Management.

The Division has reviewed the information recently submitted by GP in support of the June 9, 1997, amendment to the large mining operations notice of intention. The additional information included an August 25, 1997 letter and an August 26, 1997 map. This latest information has satisfied the Division's concerns listed in our August 7, 1997 review letter. The Division hereby grants final approval of the amended San Rafael/Eagle Canyon Quarry mining and reclamation plan. The current projected total disturbance for this large mining operation is now 34.5 acres. You may begin work on the new mining areas as described in the amended mine plan at your earliest convenience, provided you have also received appropriate approvals from the BLM and other pertinent agencies.

Enclosed are copies of the fully signed Reclamation Contract, original surety bond and surety bond rider for your files. Copies of these documents will be sent to the BLM Price office with a copy of this letter. Also enclosed is the original copy of the Reclamation Contract of 9/30/94 for your disposal. The old Reclamation Contract is superseded by the current contract.

Thank you for your cooperation in completing this permitting action. Please call me if you have any questions in this regard.

Sincerely,

Anthony A. Gallegos
Senior Reclamation Specialist

jb

Enclosure: copy of 8/28/97 Reclamation Contract, surety rider, surety bond,
original 9/30/94 Reclamation Contract

cc: Dean Nyffeler, Price BLM w/first three enclosures
M015050.apv